



Date: 23.01.2026

To,
Department of Corporate Services
BSE Limited,
Ground Floor, PJ Towers,
Dalal Street Fort,
Mumbai-400098(India)

To,
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th Floor, Plot no.C62, G-block,
Opp. Trident Hotel, BandraKurla Complex,
Bandra(E) Mumbai-400001

To,
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata-700001

BSE Script Code: 538787

MCX Script Code: GBFL

CSE Script Code:17407

Sub: Intimation of the results of Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) 2015)

Ref: Compliance of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

BSE Script Code:538787

MCX Script Code: GBFL

CSE Script Code:17407

Dear Sir,

This is in reference to the Notice of Postal Ballot dated December 216, 2025, along with the Explanatory Statement, dispatched-for- seeking the-approval of the Members of the Goenka Business & Finance Limited- as detailed below, through Postal Ballot by e-voting means:

Sl.No.	Particulars	Type of Resolution
1	Re-appointment of Mr. Darshil Hemendrakumar Shah (DIN: 09013533) as an Independent Director for a Second Term	Special Resolution
2	Re-appointment of Mr. Nigambhai Govindbhai Sathavara (DIN: 09016786) as an Independent Director for a Second Term	Special Resolution

Pursuant to Regulation 44 and Regulation 30 of the SEBI (LODR) 2015, we enclose the announcement of the results (Annexure – 1) and consolidated scrutinizer report (Annexure – 2) of the e-voting.

We also wish to inform you that aforesaid resolutions have been approved by the shareholders with requisite majority.



GOENKA BUSINESS & FINANCE LTD.

NBFC RBI NO : 05.00614

Please take the same in your records and acknowledge the receipt of the same.

Thanking You.

For Goenka Business & Finance Ltd.

Dharmik Ripinbhai Solanki
Company Secretary & Compliance Officer
Mem. No. F11811

General information about company	
Scrip code	538787
NSE Symbol	NOTLISTED
MSEI Symbol	GBFL
ISIN	INE997C01015
Name of the company	GOENKA BUSINESS AND FINANCE LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-01-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Aanal Satyawadi
Firms Name	M/s Aanal Satyawadi & Co.
Qualification	CS
Membership Number	F9505
Date of Board Meeting in which appointed	16-12-2025
Date of Issuance of Report to the company	23-01-2026

Voting results	
Record date	19-12-2025
Total number of shareholders on record date	14089
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Darshil Hemendrakumar Shah (DIN: 09013533) the following Independent Directors for a second term of 5 years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1938000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1938000	100	1938000	0	100	0
	Total		1938000	100	1938000	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	11062100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		566462	5.1207	478292	88170	84.435	15.565
	Total		11062100	566462	5.1207	478292	88170	84.435
Total		13000100	2504462	19.2649	2416292	88170	96.4795	3.5205
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Mr. Nigambhai Govindbhai Sathavara (DIN: 09016786) the following Independent Directors for a second term of 5 years					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1938000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1938000	100	1938000	0	100	0
	Total		1938000	100	1938000	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	11062100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		566462	5.1207	478292	88170	84.435	15.565
	Total		11062100	566462	5.1207	478292	88170	84.435
Total		13000100	2504462	19.2649	2416292	88170	96.4795	3.5205
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



SCRUTINIZER'S REPORT

To,
The Chairman,
Goenka Business & Finance LTD
18, Rabindra Sarani, Poddar Court,
Gate No. 4, 2nd Floor, Room No.17,
Kolkata Wb 700001.

Subject : Scrutinizers Report on Postal Ballot voting in respect of passing resolutions contained in the Notice dated December 16,2025

I, Aanal Satyawadi, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Goenka Business & Finance LTD (the Company) as a Scrutinizer for the purpose of scrutinizing the Postal Ballot including voting by electronic means for seeking members favour/ against on the resolution as specified in the Postal Ballot Notice dated December 16,2025.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Wednesday, 21st January, 2026.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, relating to postal ballot through voting by electronic means.

My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against on the resolution contained in the Postal Ballot Notice dated December 16,2025 based on the reports generated from the e-voting system provided by the National Securities Depository Limited ('NSDL'), the authorised agency to provide remote e-voting facilities, engaged by the Company for the purpose.



I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 110 of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 9/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) for seeking consent / approval of the resolution as set out hereunder

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. In compliance with the MCA Circulars, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Company / depository participant(s).

2. The Company has on December 16, 2025 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Share Transfer Agents (STA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on December 16, 2025. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.



3. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, advertisements were published by the Company in "Newspaper – Financial Express (English) and Sukhabar (Bengali) on 23rd December, 2025 Date informing about the completion of dispatch of Postal Ballot notices/ forms, to the Members along with other related matters mentioned therein.
4. The Remote e-voting facility was provided by National Securities Depository Limited 'NSDL'. The Postal Ballot remote e-voting period commenced on Tuesday, 23rd December, 2025 at 9:00 a.m.(IST) and ended on Wednesday, 21st January, 2026 at 5:00 p.m.(IST).
5. After the time fixed for closing of the e-voting, the votes were unblocked on Friday, 23rd January, 2026 at 10.00 a.m. IST in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of ('NDSL') <https://www.evoting.nsdl.com/> and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as of Friday, 19th December, 2025 which was the relevant date (cut-off date), fixed for determining voting rights of the Members entitled to participate in the voting process.
7. This report is based on vote cast through e-voting, which was downloaded from the website <https://www.evoting.nsdl.com/>
8. The results of the remote e-voting in respect to the resolution contained in the Postal Ballot Notice dated Monday, December 16,2025 is as under:

Item No. 1- Ordinary Resolution

Resolution: Re-Appointment Of Mr. Darshil Hemendrakumar Shah (DIN : 09013533) As An Independent Director For A Second Term.

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of valid votes	No. of Folios	No. of Shares	% of valid votes	No. of Members	No. of Invalid votes cast by them
E voting through Postal ballot	2416292	52	2416292	96.48 %	21	88170	3.52 %	0	0
Total	2416292	52	2416292	96.48 %	21	88170	3.52 %	0	0

Note: The % Have Been Rounded Off To Two Decimals.

Based On The Foregoing, The Resolution No. 1 is Passed With Requisite Majority

Item No. 2- Ordinary Resolution

Resolution: Re-Appointment Of Mr. Nigambhai Govindbhai Sathavara (Din: 09016786) As An Independent Director For A Second Term.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of valid votes	No. of Folios	No. of Shares	% of valid votes	No. of Members	No. of Invalid votes cast by them
E voting through Postal ballot	2416292	52	2416292	96.48 %	21	88170	3.52 %	0	0
Total	2416292	52	2416292	96.48 %	21	88170	3.52 %	0	0

Note: The % Have Been Rounded Off To Two Decimals.

Based On The Foregoing, The Resolution No. 2 Is Passed With Requisite Majority

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

We the undersigned witnesseth that the vote were Unblocked from E voting website of National Securities Depository Limited ('NSDL') in our presence 1. Mr. Dhruvil & 2. Mr. Punit who are not in the employment of the Company. At 10.00 A.M. on Friday, 23rd January, 2026.

Thanking you,
Yours Faithfully,

Date: 23/01/2026
Place: Ahmedabad.



**AANAL
SATYAWADI**

**For, Aanal Satyawadi & co.
Practicing Company Secretary**

Digitally signed by AANAL SATYAWADI
DN: c=IN, o=Personal, title=5870,
2.5.4.20=6bbe7aa203d5a0e133b1e38a8fe92caf26120
79cb738c61bf6c92c845140a76c, postalCode=380015,
st=Gujarat,
serialNumber=1e4e23ee9acb3394480e6c87390ddce4
5e5b1812a17f978a9fbb44f7531c01e7, cn=AANAL
SATYAWADI
Date: 2026.01.23 12:56:43 +05'30'

**Aanal Satyawadi
Proprietor
FCS: 9505
COP: 11558**

UDIN: F009505G003461162